

FROM:

CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUTLER, PA

FAX #:

813-229-4133

03-01-99

04:26P FAX P.01

F990000001307**Florida Department of State**

Division of Corporations

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Katherine Harris, Secretary of State

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Account Name : CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUTLER, PA

Account Number : 076077000355

Phone : (813) 223-7000

Fax Number : (813) 229-4133

FOREIGN PROFIT QUALIFICATION**Focus Development, Inc., a Georgia corporation**

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$2,237.50

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. FOCUS DEVELOPMENT, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Georgia 3. 58-1997560
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 2/14/91 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. June 1997
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 3 Piedmont Center, Suite 710
Atlanta, GA 30305
(Current mailing address)
8. real estate development
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
- Name: Paul J. Ullom, Esquire
Carlton Fields
Office Address: One Harbour Place
Tampa, Florida, 33602
(Zip code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

FROM: CARLTON FIELDS

FAX NO.: 8132294260
FAX NO.: 8132294260

03-09-99 04:26P P.03
03-09-99 02:32P P.03

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Director
~~Chairman~~ Edward deGuardiola

Address: 3 Piedmont Center, Suite 710
Atlanta, GA 30305

Director
~~Vice Chairman~~ Michael J. Blonder

Address: 3 Piedmont Center, Suite 710
Atlanta, GA 30305

Director: Gerald Blonder

Address: 3 Piedmont Center, Suite 710
Atlanta, GA 30305

Director:

Address:

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Edward deGuardiola

Address: 3 Piedmont Center, Suite 710
Atlanta, GA 30305

CEO
~~Vice Chairman~~ Michael J. Blonder

Address: 3 Piedmont Center, Suite 710
Atlanta, GA 30305

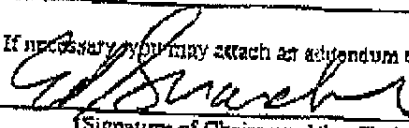
Secretary: Gerald Blonder

Address: 3 Piedmont Center, Suite 710
Atlanta, GA 30305

Treasurer:

Address:

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Edward de Guardiola, President

(Typed or printed name and capacity of person signing application)

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

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CONTROL NUMBER : K103158
DATE INC/AUTH/FILED : 02/14/1991
JURISDICTION : GEORGIA
PRINT DATE : 03/09/1999
FORM NUMBER : 211

PARAMET CORPORATION SERVICES, INC.
DONNA HYDE
3761 VENTURE DRIVE, STE 260
DULUTH, GA 30096

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CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

FOCUS DEVELOPMENT, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Cathy Cox

Cathy Cox
Secretary of State